

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., <u>et al.</u> <sup>1</sup> ,	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors.	)	<b>Hearing Date: 6/18/12 at 9:00 a.m.</b>
	)	<b>Objection Deadline: 5/25/12 at 4:00 p.m.</b>
	)	
	)	<b>Re: Docket No. 28850</b>

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**NOTICE OF FINAL FEE APPLICATION**

**PLEASE TAKE NOTICE**, that Bryan Cave HRO (formerly Holme Roberts & Owen LLP) ("Applicant") filed with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") its Forty-First Interim and Final Verified Application (the "Application") [D.I. 28850], as special environmental counsel for the above-captioned debtors and debtors in possession (collectively, the "Debtors") in their Chapter 11 cases (collectively, the "Chapter 11 Cases"), for (I) Final Approval of Interim Fee and Expense Applications for April 2, 2001 through March 31, 2011 (the "Interim Fee Period"); (II) Final Approval of Interim Application for Allowance of Fees and Reimbursement of Expenses from April 1, 2011 through April 15, 2012 (the "Last Interim Period"); and (III) Final Approval of the Debtors' Payment of All Allowed Fees and Expenses. Applicant has served the Application in accordance with that certain Amended Administrative Order Establishing

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Members of Official Committees (the "Amended Fee Procedures Order") [D.I. 1949].

**PLEASE TAKE FURTHER NOTICE** that, through the Application, Applicant seeks a final Order from the Court approving on a final basis and authorizing the payment to Applicant of a total of \$ 8,747,580.25 in fees and \$888,903.51 of reimbursable expenses incurred by Applicant in representing the Debtors as special counsel from April 2, 2001 through the Hearing Date on this Application, consisting of \$8,713,602.75 in fees and \$877,618.19 in expenses incurred during the Interim Fee Period and \$33,977.50 in fees and \$11,285.32 in expenses incurred during the Last Interim Period.

**PLEASE TAKE FURTHER NOTICE** that any objection to the Application must be made in accordance with the Amended Fee Procedures Order and filed with the Bankruptcy Court, and served upon the undersigned counsel and the Notice Parties identified in the Amended Fee Procedures Order **so as to be actually received by May 25, 2012 at 4:00 p.m. prevailing Eastern Time.**

**A HEARING ON THE FINAL FEE APPLICATION WILL BE HELD** on **June 18, 2012 at 9:00 a.m.**, before the Honorable Judith K. Fitzgerald, United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th floor, Courtroom No. 1, Wilmington, Delaware 19801.

**PLEASE TAKE FURTHER NOTICE THAT IF AN OBJECTION IS FILED AND SERVED IN ACCORDANCE WITH THE AFOREMENTIONED PROCEDURE AND SUCH OBJECTION IS NOT OTHERWISE RESOLVED, OR THE COURT OTHERWISE REQUESTS, A HEARING TO CONSIDER THE APPLICATION WILL BE HELD ON THE AFOREMENTIONED HEARING DATE.**

**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THE AMENDED PROCEDURES ORDER AND THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE FINAL FEE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.**

Dated: April 30, 2012

**MORRIS JAMES LLP**

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